

RECORDATION NO. 27004-^L FILED
APR 29 '10 -2 45 PM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

April 29, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Termination of Lease, dated as of April 22, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Numbers 27004-B

The name and address of the party to the enclosed document are:

Lessor: Compass Rail VIII Corporation (as successor
to PLM Investment Management, Inc.)
750 Battery Street, Suite 430
San Francisco, CA 94111

[Lessee: Archer Daniels Midland Transportation Co.
8000 West 110th Street
Overland, KS 66210]

Section Chief
April 29, 2010
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A description of the railroad equipment covered by the enclosed document
is:

57 covered hopper railcars TERMINATED within the series PLMX 1351 -
PLMX 1366, PLMX 10190 - PLMX 12401 (remarked CMPX 252097 -
CMPX 252153) as more particularly set forth in the attachment to the
document.

A short summary of the document to appear in the index is:

Memorandum of Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W Alvord

RWA/sem
Enclosures

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MEMORANDUM OF TERMINATION OF LEASE

As of April 22, 2010

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF TERMINATION OF LEASE is intended to evidence the termination of that certain MASTER LEASE AGREEMENT #5186-01 dated as of October 1, 2001, between COMPASS RAIL VIII CORPORATION (as successor to PLM Investment Management, Inc.), with offices at 750 Battery Street, Suite 430, San Francisco, California ("Lessor") and ARCHER DANIELS MIDLAND TRANSPORTATION CO., with offices at 8000 West 110th Street, Overland, KS 66210 ("Lessee").

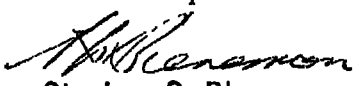
Pursuant to the Lease, Lessor has leased to Lessee the fifty-seven (57) covered hopper cars specified on Schedule 1 hereto (the "Railcars"). Documents regarding the Railcars have been previously filed with the the Registrar General of Canada and the Surface Transportation Board and assigned Recordation Nos. 27004-B and 27004-J.

This Memorandum of Termination of Lease is executed for the purpose of releasing any and all railcars from the Lease and any amendments thereto and is without prejudice to any other continuing rights and obligations of the parties under the Lease and any amendments thereto. This Memorandum of Lease is entered into for the purpose of satisfying the requirements of recordation with the United States Department of Transportation Surface Transportation Board ("STB") under 49 U.S.C Section 11301 and with the Registrar General of Canada under applicable law.

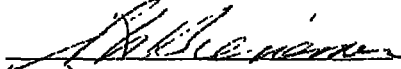
IN WITNESS WHEREOF, Lessor has caused this Memorandum of Termination of Lease to be duly executed all as of the date first above written, and the undersigned hereby declare pursuant to 28 U.S.C Section 1746 under penalty of perjury that the foregoing is a true and correct document and was executed on the date indicated below their signatures.

Lessor:

Compass Rail VIII Corporation

By: 
Title: Stephen C. Bleneman
President

I hereby certify under the pains and penalty of perjury that I hold the title and office specified above, that this Memorandum of Termination of Lease was signed on behalf of Compass Rail VIII Corporation by authority of its Board of Directors and that the execution of this instrument is the free act and deed of the company


(name)

SCHEDULE 1: RAILCARS

Fifty-seven (57) 100-ton 4,600-4,750 c.f. capacity covered hopper cars

	<u>Old Mark</u>		<u>New Mark</u>	
1	PLMX	1351	CMPX	252097
2	PLMX	1352	CMPX	252098
3	PLMX	1354	CMPX	252099
4	PLMX	1355	CMPX	252100
5	PLMX	1358	CMPX	252101
6	PLMX	1365	CMPX	252102
7	PLMX	1366	CMPX	252103
8	PLMX	10190	CMPX	252104
9	PLMX	10227	CMPX	252105
10	PLMX	10241	CMPX	252106
11	PLMX	10551	CMPX	252107
12	PLMX	10553	CMPX	252108
13	PLMX	10555	CMPX	252109
14	PLMX	10558	CMPX	252110
15	PLMX	10559	CMPX	252111
16	PLMX	10560	CMPX	252112
17	PLMX	10564	CMPX	252113
18	PLMX	10565	CMPX	252114
19	PLMX	10566	CMPX	252115
20	PLMX	10567	CMPX	252116
21	PLMX	10573	CMPX	252117
22	PLMX	10574	CMPX	252118
23	PLMX	10579	CMPX	252119
24	PLMX	10581	CMPX	252120
25	PLMX	10584	CMPX	252121
26	PLMX	10585	CMPX	252122
27	PLMX	10587	CMPX	252123
28	PLMX	10590	CMPX	252124

	<u>Old Mark</u>		<u>New Mark</u>	
29	PLMX	10591	CMPX	252125
30	PLMX	10593	CMPX	252126
31	PLMX	10595	CMPX	252127
32	PLMX	10596	CMPX	252128
33	PLMX	10598	CMPX	252129
34	PLMX	10599	CMPX	252130
35	PLMX	10601	CMPX	252131
36	PLMX	10602	CMPX	252132
37	PLMX	10604	CMPX	252133
38	PLMX	10608	CMPX	252134
39	PLMX	10609	CMPX	252135
40	PLMX	10610	CMPX	252136
41	PLMX	10611	CMPX	252137
42	PLMX	10612	CMPX	252138
43	PLMX	10665	CMPX	252139
44	PLMX	10738	CMPX	252140
45	PLMX	10740	CMPX	252141
46	PLMX	10903	CMPX	252142
47	PLMX	10904	CMPX	252143
48	PLMX	10905	CMPX	252144
49	PLMX	10906	CMPX	252145
50	PLMX	10907	CMPX	252146
51	PLMX	10908	CMPX	252147
52	PLMX	10972	CMPX	252148
53	PLMX	11082	CMPX	252149
54	PLMX	11775	CMPX	252150
55	PLMX	12261	CMPX	252151
56	PLMX	12348	CMPX	252152
57	PLMX	12401	CMPX	252153

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated: 4/29/10



Robert W Alvord